

(Per ILA Approval Requirements)



CA Approval

JB Approval

REGIONAL FARE COORDINATION SYSTEM CHANGE ORDER NO. 5

CONTRACTOR: ERG Transit Systems (USA) Inc.
CONTRACT NUMBER: 229944

This Change Order to Contract #229944 ("Change Order") is executed as of 9/21/04, by and between ERG Transit Systems (USA) Inc, a California corporation and wholly owned subsidiary of ERG Limited, an Australian corporation, (hereinafter referred to as the "Contractor") and each of the following seven public transportation agencies (hereinafter referred to individually as an "Agency" or collectively as the "Agencies"):

1. Central Puget Sound Regional Transit Authority ("Sound Transit")
2. King County ("King County")
3. Kitsap County Public Transportation Benefit Area ("Kitsap Transit")
4. Pierce County Public Transportation Benefit Area ("Pierce Transit")
5. Snohomish County Public Transportation Benefit Area ("Community Transit")
6. City of Everett ("Everett")
7. State of Washington, acting through the Washington State Department of Transportation, Washington State Ferries Division ("WSF")

Background

- A. Effective April 29, 2003, each of the Agencies and the Contractor entered into Contract #229944 ("Contract") to implement a Regional Fare Coordination System ("RFC System") to establish a common fare system utilizing smart card technology. The Contractor is responsible for the development, implementation, operation and maintenance of the RFC System as specified in the Contract.
- B. Effective September 12, 2003, each of the Agencies and the Contractor approved Change Order No. 1 to add work to develop the Conceptual Design documents for the King County Metro Radio Control Unit.

- C. Effective May 4, 2004, each of the Agencies and the Contractor approved Change Order No. 2 to make a variety contract clarification corrections.
- D. Effective June 21, 2004, each of the Agencies and the Contractor approved Change Order No. 3 to add work to implement the Windows DE operating system in the Driver Display Unit.
- E. Effective July 12, 2004, each of the Agencies and the Contractor approved Change Order No. 4 to revise the Baseline Project Schedule (CDRL 42) and to revise the design review process.
- F. The Contract requires the Contractor to integrate King County's Point of Sale (POS) application software into the Customer Service Terminal provided as part of the RFC System.
- G. King County has considered this task further and determined that it no longer wants the Contractor to perform the integration work.
- H. The Agencies and the Contractor desire to execute this Change Order No. 5 to remove this task from the scope of work of the Contract and to reduce the Contract Price accordingly. There is no change to the Project Schedule.

Agreements

The Agencies and the Contractor hereby agree to the following changes to the Contract:

1.0 Division I Changes

1.1 Exhibit 9, Section V of the Contract (Price Schedule) is hereby amended in its entirety to read as follows:

V. INTEGRATION AND REPORTING

	LUMP SUM COST
1. INTEGRATION COSTS	
A. (deleted per Change Order No. 5)	
B. Back Office Data integration with existing Agency system(s), including:	
Back Office client application and hardware	\$246,668
C. RCU Integration	\$86,500
D. Inventory System Software (CARM)	\$72,319
E. DDU – Community Transit Integration	\$86,783
TOTAL (A)	

2. REPORTS

A. Standard Reports (as listed in Section 6.III-13)	\$563,812
TOTAL (B)	\$563,812

GRAND TOTAL (A + B):	\$1,056,082
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- 1.2 The Contractor shall reduce the milestone payment invoice submitted upon Final Design Review Acceptance by two thousand nine hundred thirty-six dollars (\$2,936), which represents the amount previously paid by the Agencies pursuant to Section 3.I-76.3.3 toward the cost of the KCM POS Integration task.

2.0 Division II Changes

- 2.1 Section 6.II-11.2.5, Figure II-11.3 Design Review Items, is hereby amended by deleting DR 108.14 (KCM POS Integration).
- 2.2 Section 6.III-11.10.1 (including its subsections 11.10.1.1, 11.10.1.2, and 11.10.1.3) of the Contract is hereby deleted.

Section 3.0 Other Terms and Conditions

Except as expressly amended by this Change Order, the Contract remains in full force and effect. All other provisions of the Contract not referenced in this Change Order No. 5 shall remain in effect unless modified in other executed Amendments and Change Orders.

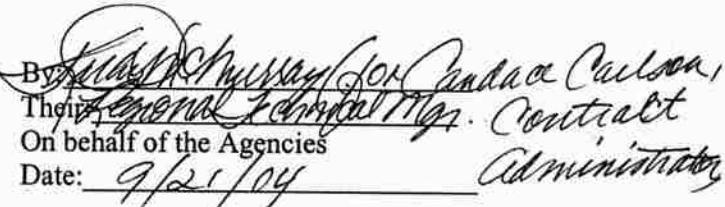
IN WITNESS WHEREOF, the parties hereto have executed this Change Order No. 5 to Contract #229944 as of the date set forth below its signature.

ERG Transit Systems (USA) Inc.

By: 
Its: VP - ERG Transit Systems (USA) Inc.

Date: September 20, 2004

The Agencies

By: 
Their General Contracting Mgr. Contract
On behalf of the Agencies
Date: 9/21/04